

RECORDATION NO. **26391** FILED  
**JUN 14 '06 2-36 PM**  
**SURFACE TRANSPORTATION BOARD**

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20036  
—  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

OF COUNSEL  
URBAN A. LESTER

June 14, 2006

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of June 9, 2006, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: U.S. Bancorp Equipment Finance  
13010 S.W. 68th Parkway  
Portland, OR 97223

Lessee: L.G. Everist, Inc.  
PO Box 5829  
Sioux Falls, SD 57117-5829

Mr. Vernon A. Williams  
June 14, 2006  
Page 2

A description of the railroad equipment covered by the enclosed document is:

3 locomotives: DAIR 3030, DAIR 3031 and DAIR 3029.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

JUN 14 '06 2:36 PM

SURFACE TRANSPORTATION BOARD  
MEMORANDUM OF LEASE AGREEMENT



Equipment Finance, Inc.

Memorandum of Lease Agreement is made and entered into on June 09, 2006 by and between U.S. Bancorp Equipment Finance, Inc. "Lessor", and, L. G. Everist, Incorporated, "Lessee".

The undersigned have entered into that certain Master Lease Agreement dated June 09, 2006, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain property as listed on Exhibit "A" attached hereto, subject to the terms defined in the Schedule (Number 739701), dated June 09, 2006.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed as of the date and year first above written.

Lessor:  
U.S. Bancorp Equipment Finance, Inc.

Lessee:  
L. G. Everist, Incorporated

BY: Krista Voss, Vice President  
An Authorized Officer

BY: Robert E. Everist  
Vice President

Executed on this 14 day of June, 2006.

Executed on this 9 day of June, 2006.

STATE OF Oregon )  
County of Washington )SS.

STATE OF South Dakota )  
County of Minnehaha )SS.

On June 14, 2006 personally appeared before me, Krista Voss, who being duly sworn, stated that he/she is the Vice President of U.S. Bancorp Equipment Finance, Inc., acknowledged the foregoing instrument as voluntary act and deed of the Company by virtue of authority from its Board of Directors.

On June 9, 2006 personally appeared before me, Robert Everist, who being duly sworn, stated that he/she is the Vice President of L. G. Everist, Incorporated, acknowledged the foregoing instrument as voluntary act and deed of the Company by virtue of authority from its Board of Directors.

Before me:

Before me:

Carri Bell  
Notary Public for Oregon  
My Commission Expires: 3-3-07

Ken Johnson  
Notary Public for South Dakota  
My Commission Expires: 11-18-11

6/00



**Exhibit "A"**  
**TO MEMORANDUM OF LEASE AGREEMENT**

**Three (3) SD40-2 Locomotives with marks and numbers DAIR 3030, DAIR 3031, DAIR 3029;**

**TOGETHER WITH ALL REPLACEMENTS, PARTS, REPAIRS, ADDITIONS, ACCESSIONS  
AND ACCESSORIES INCORPORATED THEREIN OR AFFIXED OR ATTACHED THERETO  
AND ANY AND ALL PROCEEDS OF THE FOREGOING, INCLUDING, WITHOUT  
LIMITATION, INSURANCE RECOVERIES.**

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

06/14/06



\_\_\_\_\_  
Robert W. Alvord